

KEYCORPLIMITED

Regd.office:16/16-AcivilLinesKanpur,UttarPradesh,India,208001

CIN:L65921UP1985PLC007547

EmailID:keycorpltd@gmail.com | ContactNo.:8604627809

NOTICEOFBOARDMEETING

NOTICE is hereby given that the Meeting of the Board of Directors(KCL:2026-27:BMN:03) ofKeyCorpLimited("theCompany")isscheduled to beheldonWednesday,July15,2026, at1.30P.M. at the Registered Office of the Company situated at 16/16-A Civil Lines Kanpur, Uttar Pradesh, India, 208001, to transact the businesses as set out in the enclosed Agenda and Notes to Agenda.

PARTICULARSOF MEETING:

Particulars	Details
Nature	MeetingoftheBoardofDirectors
Sr. No	KCL:2026-27:BMN:03
Date	July15,2026
Day	Wednesday
Time	1.30P.M.
Venue/Scheduled Venue	16/16-AcivilLinesKanpur,UttarPradesh,India, 208001,
Mode	Physical/Electronic

BOARDOF DIRECTORS:

Name of Directors	Designation	DIN
Mr.KrishnaBehariAgarwal	Director	00339934
Mr.MukulAgarwal	Director	00234962
Mr.GokulDasMaheshwari	Whole-TimeDirector	00235209
Mr.RajKumarGupta	IndependentDirector	00200238
Ms.LavishaAgarwal	IndependentDirector	11064186
Mr.RavindraKumarTandon	IndependentDirector	00159472

In terms of provisions under Section 173 (2) of the Companies Act, 2013, the members of the Board of the Company are requested to take note that:

Sr. No.	Heading	Notes
1.	Facilitytooptfor Electronic Mode	<p>A Director may participate in meetings of the Board through Video Conferencing mode or other Audio Visual Means, in compliance with the provisions of Section 173(2) oftheCompaniesAct,2013andtherulesmadethereunder.</p> <p>Any Director intending to participate in the Meeting through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") is requested to communicate his/her intentiontotheChairmanortheCompanySecretaryofthe Companyatleastthree(3)dayspriortothescheduleddate</p>

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		<p>of the Meeting by intimating the Company through the contact details mentioned below:</p> <p>ContactNo.:8604627809/9450485300 E-mail :keycorpltd@gmail.com</p> <p>Upon receipt of such intimation, the necessary login credentials and access details for participating in the Meeting through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") shall be shared with the concerned Member through e-mails sufficiently in advance of the Meeting.</p> <p>Any Director intends to participate through Electronic Mode, he/she shall give sufficient prior intimation to the Chairman or the Company Secretary to enable them to make suitable arrangements in this behalf.</p>
2.	Failure to intimate	<p>In the absence of an advance communication or confirmation from the Director as above, it shall be assumed that he/she will attend the Meeting physically.</p>
3.	No other person than Director to attend meeting	<p>The Director participating through electronic mode shall ensure that no person other than the Director concerned has access to the proceedings of the meeting. Further, he</p> <p>Videos shall be switched on throughout the meeting.</p>
4.	Roll call	<p>In case of Directors participating through Electronic Mode, the Chairman or a person duly authorized for the purpose by him/hershall confirm the attendance of such Directors at the commencement of the Meeting by taking a roll call. During the roll call, the Chairman shall ask followings from Director participating through Electronic Mode.</p> <ul style="list-style-type: none">➤ Name.➤ The location from where he/she is participating.➤ That he/she has received the agenda and all the relevant material for the Meeting; and <p>That no one other than the concerned Director is attending or having access to the proceedings of the Meeting at such location.</p> <p>Please Note that the Chairman or a person authorized by the Chairman is required to take roll call after every break.</p>
5.	Identification before speaking	<p>Every participant shall identify himself for the record before speaking on any item of business on the agenda.</p>
6.	Invitee	<p>Any Invitee may be allowed to attend a Meeting with the permission of the Chair, but his presence should not be counted towards Quorum, nor should he be allowed to</p>

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		vote on any item. He/She may, however, speak at the Meeting with the permission of the Chair.
7.	Person Attendance in	The Chairman has the right to appoint any person who shall attend the Meeting in an administrative capacity merely to assist directors of the Company. Neither he/she shall have right to speak, nor he/she shall be allowed to vote.
8.	Signing of Statutory Registers and Documents	Where such registers and documents are required to be signed by the directors, the same shall be deemed to have been signed by the directors participating through electronic mode, if they have given their consent to this effect and it is so recorded in the Minutes of the Meeting.
9.	Notes on Agenda	All those matters for which Notes to Agenda have not been given shall be put up for discussion only. No resolution shall be passed.
10.	Other Matters:	Any agenda can be taken up in other matters. - If Agenda is only for discussion: Can be discussed with the permission of chair and majority of directors present in the meeting. - If the Agenda is for passing resolution: Can be resolved with the permission of chair and majority of directors of the Company.
11.	Trading Window Closure	<p>The Trading Window for dealing in the Equity Shares of the Company by the Designated Persons and their Immediate Relatives has already been closed with effect from 1st July, 2026, in accordance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons.</p> <p>The Trading Window shall remain closed until 48 (Forty-Eight) hours after the declaration of the Unaudited Financial Results of the Company for the quarter ended 30th June, 2026.</p> <p>Accordingly, all Designated Persons are requested to ensure strict compliance with the aforesaid provisions and refrain from dealing in the securities of the Company, directly or indirectly, during the period of closure of the Trading Window.</p>
12.	Shorter Notice	<p>Any item may be taken up at Shorter Notice in a meeting provided that at least 1 Independent Director is present in the meeting.</p> <p>Provided further that if no Independent Director is present at such Meeting, the decision taken at the Meeting and</p>

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		MinutesoftheMeetingwouldbefinalonlyafterratification thereofbyatleastoneIndependentDirector.
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Yoursfaithfully,
ForandonBehalfof Key
Corp Limited

Daya Nath Misra
CompanySecretaryandComplianceOfficer Enclosure:
Agenda&NotestoAgenda

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AGENDA AND NOTES FOR THE 03RD MEETING OF THE BOARD OF DIRECTORS OF KEY CORP LIMITED TO BE HELD ON WEDNESDAY, 15TH JULY, 2026 AT 1.30 P.M. AT THEREGISTEREDOFFICEOFTHECOMPANYAT16/16-ACIVILLINESKANPUR, UTTARPRADESH,INDIA,208001.

AGENDAANDNOTESTOAGENDA

ITEM NO.1-

A. CONVENINGANDCONSTITUTIONOFTHE MEETING:

TheChairmantoconfirmwiththeassistanceoftheCompanySecretarywhethertheMeeting is duly convened and constituted in accordance with the Companies Act, 2013, Secretarial StandardonMeetingsoftheBoardofDirectors(“SS-1”)andotherapplicableGuidelines,Rules and Regulations.

B. PRESENCEOF QUORUM:

TheChairmantoascertainthepresenceofrequisitequorumanddeclaretheMeetingopen.

C. CONFIRMATION OF RECEIPT OF NOTICE AND AGENDA (INCLUDING NOTES ONAGENDA):

TheDirectorspresenttoconfirmaboutthereceiptofNoticeandAgenda(includingNoteson Agenda)oftheBoardMeetingnotlessthanssevendayspriortothedateoftheBoardMeeting.

UnanimousconsentoftheDirectorsissoughtfortabling/presentingtheuncirculateddatain respect of items listed on the agenda and also for considering the additional agenda, if any.

D. TOSIGNTHEATTENDANCEREGISTER:

✓ Directorsattendingmeetingphysically:

The Attendance Register tabled at the Meeting is to be signed by every Director Present at theMeeting.

✓ Directorsattendingmeetingelectronically:

The attendance register shall be deemed to have been signed by the Directors participating through Electronic Mode if their attendance is recorded in the attendance register and authenticated by the Company Secretary and in his absence by the Chairman or by any other Director present at the Meeting, if so, authorized by the Chairman and the fact of such participation is also recorded in the Minutes.

InthecaseofDirectorsparticipatingthroughElectronicMode,theChairmanorapersonduly authorizedforthepurposebyhim/hershallconfirmtheattendanceofsuchDirectorsatthe

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commencement of the Meeting by taking a roll call. During the roll call, the Chairman shall ask followings from Directors participating through Electronic Mode:

- Name.
- Thelocationfromwherehe/sheisparticipating.
- Thathe/shehasreceivedtheagendaandalltherelevantmaterialfortheMeeting;and
- That no one other than the concerned Director is attending or has access to the proceedings of the Meeting at such a location.

ITEM NO. 2:

LEAVE OF ABSENCE:

TheBoardisrequestedtograntleaveofabsencetothoseDirectorswhoareunabletoattend theMeetingandwhohaverequestedforthesame.

ITEM NO. 3:

A. RECEIPT OF NOTICE AND AGENDA (INCLUDING NOTES ON AGENDA)

TheDirectorspresenttoconfirmaboutthereceiptofNoticeandAgenda(includingNoteson Agenda) of the Meeting not less than seven days prior to the date of the Meeting.

UnanimousconsentoftheDirectorsissoughtfortabling/presentingtheuncirculateddatain respect of items listed on the agenda and also for considering the additional agenda, if any

B. TO TAKE NOTE AND SIGNING OF MINUTES OF THE PREVIOUS BOARD MEETING HELD ON 4TH MAY, 2026:

TheMinutesofthe2nd(2026-27)MeetingoftheBoardofDirectorsoftheCompanyheldon 4th May, 2026 were duly circulated to all the Directors within fifteen (15) days of the conclusion of the Meeting in accordance with the provisions of Section 118 of the Companies Act, 2013readwithSecretarialStandard-1onMeetingsoftheBoardofDirectors.

The said Minutes have also been duly signed by the Chairman of the Meeting within the prescribedtimeinaccordancewiththeapplicableprovisionsoftheCompaniesAct,2013and Secretarial Standard-1.

TheBoardofDirectorsisrequestedtotakenoteoftheMinutesofthepreviousBoardMeeting.

C. TO CONSIDER AND TAKE ON RECORD MINUTES OF PREVIOUS _____ AUDIT COMMITTEE MEETING HELD ON 4TH MAY, 2026:

TheMinutesofthepreviousMeetingofAuditCommitteeheldon4thMay,2026willbetabled atthemeetingforconsiderationandtakingonrecordbytheBoard.

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D. TO CONSIDER AND TAKE ON RECORD MINUTES OF NOMINATION AND REMUNERATION COMMITTEE (NRC) MEETING HELD ON 25TH JUNE, 2026:

The Minutes of the previous Meeting of Nomination and Remuneration Committee (NRC) held on 25th June, 2026 will be tabled at the meeting for consideration and taking on record by the Board.

E. TO CONSIDER AND TAKE ON RECORD MINUTES OF RISK MANAGEMENT COMMITTEE (RMC) MEETING HELD ON 27TH JUNE, 2026:

The Minutes of the previous Meeting of Risk Management Committee (RMC) held on 27th June, 2026 will be tabled at the meeting for consideration and taking on record by the Board.

F. TO CONSIDER AND TAKE ON RECORD MINUTES OF COMMITTEE OF DIRECTORS (COD) MEETING HELD ON 30TH JUNE, 2026:

The Minutes of the previous Meeting of Committee of Directors (COD) held on 30th June, 2026 will be tabled at the meeting for consideration and taking on record by the Board.

G. TO TAKE NOTE OF ACTION TAKEN IN RESPECT OF THE EARLIER DECISIONS OF THE BOARD OF DIRECTORS:

The Whole Time Director of the Company shall place the Action Taken Report of decision taken with respect to the previous Board Meeting before Members in the meeting.

The Board of Directors is requested to take note of the same.

ITEM NO. 4:

TO TAKE NOTE OF REGISTER OF CONTRACTS UNDER SECTION 189 OF COMPANIES ACT, 2013 FOR ENTRIES MADE DURING QUARTER ENDED 30TH JUNE, 2026:

There were no transactions or contracts or arrangements entered by the company during quarter ended 30th June, 2026 as required to be entered in the Register of Contracts as per Section 189 of the Companies Act, 2013.

The Board is requested to note and take the same on record.

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ITEM NO. 5:

NOTICES OF CHANGE IN DISCLOSURE OF INTEREST RECEIVED, IF ANY FROM THE DIRECTORS, IF ANY, PURSUANT TO SECTION 184 OF THE COMPANIES ACT, 2013:

Notices of change in Disclosure of Interest in "Form MBP- 1" received from the Directors, if any, pursuant to Section 184 of the Companies Act 2013, shall be presented to the Board at the Meeting.

The Board is requested to take note of the same.

ITEM NO. 6:

TOTAL TAKENOTE OF STATUTORY COMPLIANCES FOR QUARTER ENDED JUNE 30, 2026:

The Board is requested to take note of the following list of Statutory Compliances done by the Company for the quarter ended June 30, 2026:

Sr. No	Particulars	Due Date	Actual Compliance Status
1.	Compliance pursuant to Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations") read with FAQs issued by the SEBI and circulars dated October 18, 2024, issued by National Stock Exchange of India Limited (NSE) and BSE Limited (formerly known as Bombay Stock Exchange)	within 60 days from the end of the Financial Year i.e. 30.05.2026	BSE-14.05.2026
2.	Regulation 57-submit a certificate to the stock exchange regarding status of payment of interest or dividend or repayment or redemption of principal of non-convertible securities	within one working day of it becoming due	BSE-02.04.2026
3.	Regulation 74(5) of SEBI (Depositories & Participants) Regulations, 2018	15.04.2026	BSE-08.04.2026
4.	Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015	within 30 days from the end of the Financial Year i.e. 30.04.2026	BSE-09.04.2026
5.	Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015	within 30 days from the end of the Financial	BSE-14.04.2026

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		Year i.e. 30.04.2026	
6.	Regulation 24(A) Annual Secretarial Compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015	within 60 days from the end of the Financial Year i.e. 30.05.2026	BSE-14.05.2026
7.	Regulation 34 Annual Report	on or before the commencement of dispatch of Annual Report to its shareholders	BSE-08.06.2026

ITEM NO. 7:

GENERAL CONSENT OF THE BOARD IN RESPECT OF UNPUBLISHED PRICE SENSITIVE INFORMATION (UPSI):

The Board notes that as per the Secretarial Standard for Board/Committee Meetings (SS-1) consent of the Board is required, for giving notes on items of Agenda which are in the nature of UPSI to be taken in the meeting of the Board held in each financial year.

In view of the above requirement, general consent of the Board is sought for circulation of the notes on items of agenda which are in the nature of UPSI at a shorter notice as under:

- a) notes on agenda pertaining to financial results/financial performance/financials would be either circulated at shorter notice or presented at the meeting of the Board or Committee thereof,
- b) notes on agenda pertaining to the dividend would be discussed at the meeting of the Board, and
- c) notes on agenda pertaining to the following would be given at shorter notice or at the meeting of the Board or Committee thereof:
 - i. Changes in capital structure,
 - ii. Mergers, demergers, acquisitions, delisting, disposals and expansion of business and such other transactions, and
 - iii. Changes in Key Managerial Personnel.

The Board is requested to consider the above and pass the following resolution:

“RESOLVED THAT pursuant to Section 118(10) of the Companies Act, 2013 read with the Secretarial Standard for Board/Committee Meetings (SS - 1) issued by the Institute of Company Secretaries of India (ICSI), consent of the Board which shall remain valid and in force until it is specifically revoked/amended by the Board by a subsequent resolution in this respect, be and is hereby accorded for the circulation of notes on agenda which are in the nature of ‘unpublished price sensitive information’ pursuant to Secretarial Standard 1 issued

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by the Institute of Company Secretaries of India, at a shorter notice and in the manner specified herein below:

- a) notes on agenda pertaining to financial results/financial performance/financials would be either circulated at shorter notice or presented at the meeting of the Board or Committee thereof,
- b) notes on agenda pertaining to the dividend would be discussed at the meeting of the Board, and,
- c) notes on agenda pertaining to the following would be given at shorter notice or at the meeting of the Board or Committee thereof:
 - i. Changes in capital structure,
 - ii. Mergers, demergers, acquisitions, delisting, disposals and expansion of business and such other transactions, and
 - iii. Changes in Key Managerial Personnel.

RESOLVED FURTHER THAT the Directors be and are hereby authorized severally to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

ITEM NO. 8:

TO CONSIDER AND APPROVE PROPOSED ALTERATION OF THE OBJECT CLAUSE AND ADOPTION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS PER THE COMPANIES ACT, 2013:

The Board is informed that the existing ‘Object Clause’ of Memorandum of Association (“MOA”) of the Company is based on the provisions of the Companies Act, 1956. There is a need to alter the Object Clause of the MOA of the Company to align it with the Companies Act, 2013, (“Act”). As per the Act, a Company can have its objects divided as follows in its MOA.

- a. The objects to be pursued by the Company.
- b. Matters which are necessary for furtherance of its objects

In view of the above, it is proposed to alter the MOA of the Company by substituting the existing headings of Clause III(A) and Clause III(B) and deleting the heading of Clause III(C).

Further, the Board of Directors is apprised that the Company being non-banking financial Company (“NBFC”), presently operates as an investment company and actively engaged in lending activities and financial services, including Vehicle loans, thereby contributing to the Company’s established presence in the credit and investment domain.

Further, it is to be informed that the Company deploys its surplus funds in permitted investment avenues such as mutual funds and other regulated financial instruments to ensure optimization of returns while maintaining strict adherence to the applicable regulatory norms.

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To extend its financial services activities and in pursuit of its strategic vision, it is proposed to broaden financial services portfolio by undertaking housing finance activities, including providing finance and other credit facilities for the acquisition, construction, development, renovation and improvement of residential properties, housing projects and townships to eligible borrowers.

The Board is also apprised that the Company envisions diversifying its lending operation to encompass a wide range of products, including personal loans, gold loans, consumer durable finance, and other retail and corporate credit offerings. In addition, the Company seeks to augment its service capabilities by undertaking insurance distribution and allied financial services, subject to obtaining requisite approvals from the Insurance Regulatory and Development Authority of India (IRDAI) and other competent authorities, wherever applicable.

It is to be informed that the abovementioned initiatives necessitate a revision of the Object Clause including clauses which are necessary for furtherance of the main objects, of the Memorandum of Association ("MOA") of the Company. The proposed amendment is designed to align the Company's evolving business activities with its long-term strategic growth plans and the regulatory framework applicable to NBFCs.

In view of the abovementioned, following mentioned changes are proposed: -

A. Substitute headings of Clause III(A) and Clause III(B) as follows.

III(A) The objects to be pursued by the company on its incorporation are:

III(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are:

B. Deleting the heading of Clause III (C) i.e. 'Other Objects of the Company for which the Company is established are:

C. Insertion of following additional sub-clauses after existing sub-clause III(A)(4):

III (A)(5) To carry on the business of housing finance and to provide long or short term finance, loans, advances, credit facilities, and other financial assistance to any person or persons, society, co-operative society, association of persons, firm, company or corporation, housing boards, government agency and body corporate or other institution, either with or without interest and/or with or without any security for the purpose of enabling such borrower to purchase, construct, acquire, enlarge, lease, alter, reconstruct, renovate or repair of any house, residential property, dwelling unit, flat, housing project, township, bungalow, colony, and any other type of accommodation whether in whole or in part for residential purposes upon such security and on such terms and conditions as the company may deem fit and the same shall be subject to the rules and regulations of the National Housing Bank and the Reserve Bank of India.

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III (A)(6) To accept, create, acquire, receive, hold, enforce, realise, assign, transfer and otherwise deal with mortgages, liens, charges, hypothecations, pledges, assignments and other forms of security or interests over movable and immovable properties, assets, receivables, actionable claims and rights, whether present or future, as may be necessary or incidental for securing the repayment of any loans, advances, credit facilities, guarantees or other financial assistance granted, arranged or provided by the Company, and to exercise all rights, powers and remedies in relation thereto, including the enforcement, realisation, transfer, assignment, reconstruction or settlement of such securities, in such manner as may be permitted under applicable laws.

III (A)(7) To provide, arrange, syndicate, originate, finance, refinance, co-finance, co-lend, discount, purchase, sell, assign and otherwise deal in loans, advances, receivables and credit facilities of every description, including housing loans, loans against property, mortgage loans, business loans, commercial loans, MSME loans, vehicle loans, commercial vehicle loans, personal loans, gold loans, consumer loans, education loans, working capital facilities, term loans, project finance and other financial products, to individuals, firms, companies, bodies corporate, trusts, institutions, associations and other entities, subject to applicable laws and regulatory approvals.

III(A)(8) To undertake, carry on and transact the business of soliciting or procuring insurance business as an insurance agent and/or to act as an insurance intermediary or broker in respect of general insurance, life insurance, or reinsurance business or to act as a composite broker and/or to carry on the business of distribution of insurance products and/or to act as an insurance consultant and/or to act as surveyor and loss assessor.

D. Substitute entire Clause III (B) and Clause III (C) with the clauses mentioned in the below resolution.

A draft of the Amended MOA of the Company, as circulated, shall be presented to the Board at the Meeting.

Further, pursuant to Section 4 and Section 13 of the Companies Act, 2013 read with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Reserve Bank of India guidelines applicable to NBFCs, approval of both Board and the shareholders is required for alteration of the Object Clause of the Company. Accordingly, upon review and approval by the Board Members, the proposal for adoption of the revised MOA will be placed before the Members at the General Meeting for their consideration and approval.

The Board is therefore requested to consider and, if thought fit, pass the following resolution with or without modification:

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“RESOLVED THAT pursuant to the provisions of Section 4, Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) read with rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as per the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India regulations applicable to non-banking financial Company (“NBFC”) and other applicable laws, rules and regulations, and subject to approval of the Members of the Company and such other approval as may be necessary in this regard, consent of the Board of Directors of the Company be and is hereby accorded for amendment in the Object Clause i.e. Clause III of the Memorandum of Association of the Company as follows:

1. To substitute the existing heading of clause III (A) - From “*The Main Objects to be pursued by the Company on its incorporation are:*” To “*The Objects to be pursued by the Company on its incorporation are:*”
2. To substitute the existing heading of clause III (B) - From “*The Objects incidental or ancillary to the attainment of Main Objects are*” To “*Matters which are necessary for furtherance of the objects specified in clause III (a) are.*”
3. To delete the heading of Clause III (C) - ‘*Other Objects of the Company for which the Company is established are:*
4. Insertion of following additional sub-clauses after existing sub-clause III(A)(4)

III (A)(5) *To carry on the business of housing finance and to provide long or short term finance, loans, advances, credit facilities, and other financial assistance to any person or persons, society, co-operative society, association of persons, firm, company or corporation, housing boards, government agency and body corporate or other institution, either with or without interest and/or with or without any security for the purpose of enabling such borrower to purchase, construct, acquire, enlarge, lease, alter, reconstruct, renovate or repair of any house, residential property, dwelling unit, flat, housing project, township, bungalow, colony, and any other type of accommodation whether in whole or in part for residential purposes upon such security and on such terms and conditions as the company may deem fit and the same shall be subject to the rules and regulations of the National Housing Bank and the Reserve Bank of India.*

III (A)(6) *To accept, create, acquire, receive, hold, enforce, realise, assign, transfer and otherwise deal with mortgages, liens, charges, hypothecations, pledges, assignments and other forms of security or interests over movable and immovable properties, assets, receivables, actionable claims and rights, whether present or future, as may be necessary or incidental for securing the repayment of any loans, advances, credit facilities, guarantees or other financial assistance granted, arranged or provided by the Company, and to exercise all rights, powers and remedies in relation thereto, including the enforcement, realisation, transfer, assignment, reconstruction or settlement of such securities, in such manner as may be permitted under applicable laws.*

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III (A)(7) *To provide, arrange, syndicate, originate, finance, refinance, co-finance, co-lend, discount, purchase, sell, assign and otherwise deal in loans, advances, receivables and credit facilities of every description, including housing loans, loans against property, mortgage loans, business loans, commercial loans, MSME loans, vehicle loans, commercial vehicle loans, personal loans, gold loans, consumer loans, education loans, working capital facilities, term loans, project finance and other financial products, to individuals, firms, companies, bodies corporate, trusts, institutions, associations and other entities, subject to applicable laws and regulatory approvals.*

III(A)(8) *To undertake, carry on and transact the business of soliciting or procuring insurance business as an insurance agent and/or to act as an insurance intermediary or broker in respect of general insurance, life insurance, or reinsurance business or to act as a composite broker and/or to carry on the business of distribution of insurance products and/or to act as an insurance consultant and/or to act as surveyor and loss assessor.*

5. Substitute entire Clause III(B) and Clause III(C) with the following mentioned clauses:

III(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are:

- 1. To lend, advance, or provide credit and financial assistance to any person, firm, body corporate, company, customer, prospective customer, or other entities having dealings with the Company, on such terms and conditions as may be deemed expedient, with or without security, including by way of pledge, hypothecation, mortgage, charge, lien, guarantee, indemnity, or otherwise; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company; to secure or undertake in any way the repayment of money lent or advanced to or the liabilities incurred by any person or company; and to apply for, facilitate, obtain, avail, administer and deal with credit guarantees, guarantee covers, credit enhancement facilities and similar risk-mitigation arrangements from government bodies, guarantee institutions or other agencies, including the Credit Guarantee Fund Trust for Micro and Small Enterprises (CGTMSE), National Credit Guarantee Trustee Company Limited (NCGTC), Small Industries Development Bank of India (SIDBI) or any successor or similar institution, for or on behalf of, or for the benefit of, the Company's borrowers in accordance with applicable schemes, guidelines and regulations; Provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.*
- 2. To enter into co-lending arrangements, risk-sharing agreements, or joint origination arrangements or other similar arrangements with scheduled commercial banks, non-banking financial companies, housing finance companies, financial institutions or other permitted entities, and to undertake all acts, deeds and things incidental thereto, in accordance with the applicable laws, regulations and guidelines, including the co-lending framework prescribed by the Reserve Bank of India from time to time.*
- 3. To arrange, negotiate, procure and avail loans, borrow monies, financial assistance and other credit facilities, issue secured or unsecured debentures, whether convertible or non-convertible, and to enter into indemnity contracts, mortgages, equity participation*

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arrangements and other financial facilities with banks, financial institutions, government or semi-government bodies and other permitted entities, for the purposes of the business of the Company.

- 4. Subject to the provisions of the Insurance Regulatory & Development Authority Act, 1999 and other enactments, as applicable, to undertake, carry on and transact the business of soliciting or procuring insurance business as an insurance agent and/or to act as an insurance intermediary or broker in respect of general insurance, life insurance, or reinsurance business or to act as a composite broker and/or to carry on the business of distribution of insurance products and/or to act as an insurance consultant and/or to act as surveyors and loss assessors.*
- 5. To apply for, obtain, avail, and utilise finance facilities, lines of credit, financial assistance, or other funding support from apex housing institutions including the National Housing Bank (NHB), government bodies, financial institutions, multilateral agencies, international organisations, or other permitted entities, for the purposes of the Company's business, subject to applicable laws and regulations; To classify, tag, certify, and manage loan portfolios in accordance with Priority Sector Lending guidelines prescribed by the Reserve Bank of India, and to avail refinancing facilities from the National Housing Bank under the Affordable Housing Fund, Rural Housing Fund, or any other applicable scheme, by maintaining eligible loan books and making requisite representations to regulatory bodies.*
- 6. To sell, assign, transfer, refinance, securitize, or otherwise deal with the loan portfolios, receivables, financial assets, and cash flows of the Company to banks, financial institutions, housing finance companies, trusts, Special Purpose Vehicles (SPVs), investors, or other entities, and to enter into all agreements and arrangements incidental thereto, in accordance with applicable laws and regulations.*
- 7. To negotiate loans of every description and to finance or assist in financing the sale of houses, buildings, flats, either furnished or otherwise, by way of hire purchase or deferred payment or similar transactions and to institute, enter into, carry on, subsidise finance or assist in subsidising or financing the sale and maintenance of any such houses, buildings, flats, furnished or otherwise as aforesaid upon any term whatsoever.*
- 8. To set up, provide or participate in providing financial, technical, managerial and other assistance, including loans, guarantees, credit support, capital assistance, and — solely in relation to residential housing, affordable housing, proptech and housing-technology enterprises and projects — venture capital, seed capital or risk capital assistance, to the extent permissible under and subject to the Company's regulatory limits, sectoral exposure norms, and investment policy as approved by its Board and applicable under the National Housing Bank/Reserve Bank of India directions and guidelines for the time being in force; to promote and support innovative methods of construction and development of residential housing projects and the adoption of new or existing technologies in the housing sector; to identify, evaluate and appraise residential housing projects, prepare project reports, project profiles, market research reports, feasibility studies, due diligence reports and pre-investment studies in relation thereto; to undertake project appraisal, monitoring, follow-up supervision and coordination in connection with the financing of residential housing projects for housing finance companies, banks, financial institutions, companies,*

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developers, statutory authorities or other entities; to act as a consultant, advisor or facilitator in the establishment, development and management of residential housing undertakings, projects or companies; and to render technical, managerial and other assistance to the housing and construction sectors, in furtherance of and incidental to the Company's principal business of housing finance, and not in derogation of or substitution for the same."

9. *To develop, manage and turn to account any land, building or immovable property acquired by the Company or in which the Company has any right, interest or charge, in connection with and in furtherance of the business of housing finance, including by laying out and preparing the same for building purposes, constructing, altering, repairing, maintaining, improving or otherwise dealing with such properties; to undertake necessary infrastructure-related activities including paving, drainage and other allied works; to lease, license or enter into building agreements or other arrangements in respect of such properties; and to enter into contracts and arrangements with builders, developers, tenants or other persons, subject to applicable laws, regulations and approvals.*
10. *To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property, whether movable or immovable, and any rights, concessions or privileges which the Company may think necessary or convenient for the purpose of its business, and in particular any land, building, easements, machinery, plant, stock in trade, actionable claims or other assets; and either to retain any property so acquired for the purposes of the Company's business or to manage, deal with, dispose of or otherwise turn the same to account as may seem expedient, subject to applicable laws and regulations.*
11. *To hold, deal with, manage, direct the management of buy, sell, exchange, mortgage, charge, lease, dispose of, or grant any right or interest in over or upon any real or personal property of any kind whatsoever, including but not limited to contingent or reversionary interests in any property and to undertake and carry on any business undertaking or transaction relating to such property subject to real estate exposure limits and prudential norms prescribed by RBI/NHB from time to time.*
12. *To carry on the business of leasing and hire purchase and to acquire and provide on lease or hire-purchase basis, office equipment, machinery, vehicles, buildings, flats, industrial commercial premises required for manufacturing, processing, to develop and turn to account any land transportation and trading businesses and other commercial businesses with the required regulatory approvals.*
13. *To advance, invest or otherwise deploy the money belonging to the Company in or upon securities or other permitted investments, movable or immovable assets, with or without security, upon such terms and conditions as may be thought proper, and from time to time vary such transactions and investments in such manner as may be proper; and to give guarantees to third parties in respect of sums borrowed by any individual, firm, body corporate or other entity, subject to applicable laws and regulations; provided that the Company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.*

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14. *To let, mortgage, charge, sell, grant, license, easements and other rights or otherwise dispose of any property of the Company or part thereof either absolutely or conditionally in such manner and upon such terms and conditions in all respects as may be thought fit, subject to applicable laws and regulations.*
15. *To raise money, resources or acquire assets by issue and allotment of shares, debentures and other securities, whether for consideration in cash or otherwise, on such terms and conditions as the Company may think fit and proper.*
16. *Subject to the provisions of the Banking Regulation Act, 1949, National Housing Bank, Companies Act, 2013 or other applicable law(s) To draw, accept, endorse, discount or negotiate or transfer promissory notes, hundis or bills of exchange, bills of lading and other negotiable instruments in connection with the business of the Company.*
17. *To pay or provide for, out of the funds of the Company, all expenses which the Company may lawfully pay in connection with its formation, incorporation, registration, commencement of business, issue of share capital or other securities, including brokerage, commission, underwriting commission, fees, professional charges and other expenses incurred for obtaining applications for, subscribing, underwriting, placing or procuring the subscription or underwriting of any shares, debentures or other securities of the Company; and to pay all or any part of the preliminary, incorporation, formation or other expenses of any company promoted by the Company or in which the Company is or may contemplate being interested, including any costs and expenses of the owners of any business or property acquired or proposed to be acquired by such company.*
18. *To undertake, perform, render, carry out, implement, support, promote or participate in any of the objects, activities, programmes, projects or initiatives of the Company on a charitable, benevolent, social welfare, community development, humanitarian, educational, research, environmental, public benefit or other useful basis, with a view to assisting or benefiting the Central Government, State Governments, local authorities, regional, national or international institutions, organisations, associations, federations, trusts, societies, universities, colleges, companies, body corporates, funds, public or private entities, or any section of the public or society; and to make contributions, grants, donations, subscriptions, sponsorships or provide assistance in cash or kind for such purposes, subject to the provisions of the Companies Act, 2013 and other applicable laws and regulations.*
19. *To enter into, modify, perform, assign, outsource, sub-contract or otherwise deal with any contract, arrangement or agreement for the efficient conduct of the business of the Company or any part thereof, subject to applicable laws and regulations.*
20. *To enter into any arrangement, agreement, memorandum of understanding, collaboration or other understanding with the Central Government, State Governments, local authorities, statutory or regulatory authorities, public sector undertakings, financial institutions, banks, housing boards, development authorities, multilateral agencies or any other person, body corporate or institution, whether in India or abroad, as may be conducive or incidental to the attainment of the objects of the Company, and to obtain, apply for, acquire, renew, hold, exercise and comply with any licences, registrations, approvals, permissions, consents,*

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concessions, grants, leases, incentives, subsidies, rights, privileges or benefits necessary or desirable for carrying on the business of the Company, subject to the applicable laws, rules and regulations.

21. *To apply for, purchase, register, obtain, acquire, hold, own, develop, improve, use, exploit, protect, renew, assign, sell, transfer, mortgage, charge, pledge, licence, sub-licence, lease, exchange or otherwise deal with or commercially exploit any patents, patent rights, copyrights, trademarks, service marks, trade names, designs, industrial designs, domain names, software, databases, trade secrets, know-how, confidential information, licences, concessions, franchises, intellectual property rights or other proprietary rights of every description, whether registered or unregistered, in India or elsewhere, and to grant or obtain licences or other rights in respect thereof, and to do all such acts and things as may be necessary or expedient for the acquisition, protection, development, management, commercial exploitation or realization of the value of such intellectual property or proprietary rights, in connection with the business of the Company and subject to applicable laws and regulations.*
22. *To assist, support or provide financial assistance, credit facilities, guarantees, resources or other support to the Central Government, State Governments, local authorities, municipal bodies, public institutions, companies, associations or other persons in connection with any works, undertakings, projects or enterprises which are conducive to or in furtherance of the objects and business of the Company,*
23. *To obtain recognition, registration, approvals, licences, permissions or authorisations for the Company in India or abroad; to establish, maintain and regulate branches, offices, agencies, representative offices or other places of business; to make applications, representations, petitions or submissions before any Government, legislature, court, tribunal, regulatory authority, statutory authority, local authority or other body, whether in India or abroad, for obtaining any rights, licences, registrations, approvals, concessions, privileges, exemptions, incentives or other benefits conducive or incidental to the objects of the Company; and to institute, defend, oppose or otherwise participate in any proceedings, applications or actions as may be necessary or expedient for protecting or furthering the interests of the Company, subject to the applicable laws, rules and regulations.*
24. *To amalgamate, enter into partnership or into any arrangement for sharing profits or losses, union of interests, co-operation, joint venture or reciprocal concession, or for limiting competition with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which the Company is authorised to carry on or engage in or which can be carried on in conjunction therewith and to accept by way of consideration for any of the acts or things aforesaid or property so acquired, any shares, debentures, debenture-stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.*
25. *To invest the monies and funds of the Company not immediately required for its core lending business, and to hold, sell, subscribe for, acquire, purchase, transfer, exchange, pledge, or otherwise deal in shares, stocks, debentures, debenture stock, bonds, notes, units, mutual funds, alternative investment funds (AIFs), inter-corporated deposits, fixed deposits,*

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obligations, and other securities or financial instruments issued, guaranteed, or offered by any Central or State Government, sovereign authority, public body, municipal or local authority, bank, financial institution, company, corporation, trust, or body corporate in India or abroad; and to exercise, enforce, and enjoy all rights, powers, benefits, and privileges incidental to the ownership, holding, or disposal thereof, strictly in accordance with the provisions of the Companies Act, 2013, master directions or regulations prescribed by the Reserve Bank of India (RBI), provisions made by the National Housing Bank (NHB), and any other applicable law(s) as amended from time to time.

- 26. To place as reserve or to distribute as bonus share among the members or otherwise to apply as the Company may from time to time think fit, any moneys received in respect of forfeited shares.*
- 27. To appoint, employ, engage, retain, train, suspend, remove or enter into agreements with Managing Directors, Whole-time Directors, officers, employees, managers, company secretaries, technical experts, consultants, advisors, valuers, auditors, investigators, inspectors, contractors, agents, representatives, professionals and other personnel in India or abroad as may be considered necessary or expedient for the business of the Company; to appoint such persons for undertaking or assisting in investigations, inspections, valuations, due diligence, appraisals, assessments, examinations, audits, feasibility studies or other professional, technical or advisory assignments relating to the business, assets, properties, rights, undertakings or affairs of the Company or of any person or entity with whom the Company proposes to enter into any transaction; and to remunerate or compensate them in cash or otherwise for services rendered or to be rendered, subject to applicable laws and regulations.*
- 28. To indemnify, to the extent permitted by law, the directors, officers, employees, agents and representatives of the Company against any proceedings, claims, demands, liabilities, losses, damages, costs, charges and expenses incurred by them in the bona fide discharge of their duties or in the exercise of their power on behalf of the Company, subject to applicable laws and regulations.*
- 29. To carry on any business or branch of business which the Company is authorised to carry on through any subsidiary company or companies, and to promote, incorporate, acquire, organise, manage or otherwise establish such subsidiary company or companies, whether in India or abroad, in accordance with applicable laws; to enter into arrangements with any such subsidiary for the management, operation, administration, financing or support of its business, including the provision of loans, advances, guarantees, securities or other financial assistance, and to make such other arrangements as may be considered necessary or expedient for carrying on the business of the Company through such subsidiary or for supporting its operations, subject to the applicable provisions of the Companies Act, 2013, the directions and guidelines issued by the Reserve Bank of India, the National Housing Bank and other applicable laws, rules and regulations; and to temporarily or permanently discontinue or close any such business or branch, as may be considered appropriate.*
- 30. To appoint or nominate directors, managers or other representatives on the board or management of any subsidiary, associate company, joint venture or any other entity in which the Company is or may be interested.*

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31. To recall, accelerate, foreclose or require immediate repayment of any loan or financial facility, and to enforce any security in respect thereof, where the Company determines that the loan or facility has been utilised for any purpose other than that for which it was sanctioned or in breach of the terms and conditions thereof.
32. To institute, commence, prosecute, conduct, defend, compromise, settle, compound, withdraw or abandon any legal, regulatory, recovery, insolvency, arbitration or other proceedings by or against the Company; to settle, compromise, grant time for payment or satisfaction of any debts, claims or demands due to or by the Company; and to refer any disputes, claims or demands to arbitration, mediation or other dispute resolution mechanisms and to enforce, comply with and carry out any award, order, judgment or settlement.
33. To insure the whole or any part of the property, assets and interests of the Company, either fully or partially, and to protect and indemnify the same against loss, damage or risk.
34. To create, establish, maintain and utilise any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund for depreciation, repairs, improvements, extension, maintenance or development of the properties or business of the Company, for redemption of debentures or redeemable preference shares, or for any other purpose conducive to the interests of the Company.
35. To undertake, commission, conduct, promote and participate in research, studies, surveys and analysis relating to housing, finance, credit, risk management, technology, business management, customer behaviour, market conditions and other matters connected with the business of the Company; and to collect, obtain, generate, process, analyse, tabulate, maintain and disseminate information, statistics, data, reports and market intelligence from individuals, firms, institutions, organisations or other bodies,
36. To carry on financing operations and perform financing services for leasing, hire-purchase, or other asset-backed transactions including arranging, managing, and entering into leasing and hire-purchase businesses or acquiring and discounting any rights therein (whether proprietary or contractual); to act as financiers, traders, and commercial agents, and to make advances upon, lend against, or otherwise deal in movable assets including automobiles, commercial vehicles, and equipment, as well as immovable properties, houses, buildings, and flats (furnished or otherwise); and to engage in factoring, bill purchase and discounting, guaranteeing, counter-guaranteeing, procuring loans and finance from banks, financial institutions, companies, firms, or individuals, as well as providing financial consultancy, loan negotiation, and related advisory operations or services to any individual, group of individuals, firms, associations, companies, statutory corporations, public authorities, or Governments.
37. To open, maintain and operate current, overdraft, loan, cash credit, deposit or other accounts with any bank, financial institution; to deposit, withdraw, transfer and deal with monies through such accounts; to draw, accept, endorse and negotiate cheques, drafts and other instruments; and generally to operate such accounts as may be necessary or incidental for the business of the Company.

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38. *To distribute, subject to the provisions of the Companies Act, 2013 and other applicable laws, any property or assets of the Company among its members in specie or otherwise, in the event of winding up of the Company.*
39. *To purchase, lease, hire, charter or otherwise acquire and use vehicles and other modes of transportation for the business and operations of the Company.*
40. *To borrow, raise or secure the payment of money in Indian or foreign currency from banks, financial institutions, government bodies, National Housing Bank, multilateral agencies, international organisations, companies, trusts, investors or other permitted entities in India or abroad, with or without security and on such terms as may be deemed fit; to enter into financing arrangements and issue debentures, bonds, notes or other securities, whether secured or unsecured, convertible or non-convertible, including instruments carrying rights to convert such borrowings or securities into shares or other securities of the Company, subject to applicable laws and regulations; and for securing such borrowings, to mortgage, pledge, hypothecate, charge or otherwise create security over the assets, properties, receivables or revenues of the Company, present or future, and to repay, redeem or otherwise discharge such borrowings and securities, subject to the provisions of the Foreign Exchange Management Act, 1999, applicable Reserve Bank of India regulations and other applicable laws.*
41. *To execute, undertake, assist or participate in the execution of plans for new projects, and for improvement, development or expansion of existing projects, including housing and infrastructure related projects, and to provide support, assistance or services in connection therewith to companies, body corporates, firms, organisations or other entities, subject to applicable laws and regulations.*
42. *To promote, establish, incorporate, acquire, subscribe to, invest in or otherwise participate in the formation of subsidiaries, associate companies, joint ventures or other entities having similar or complementary objects; to acquire, undertake, transfer or otherwise deal with the whole or any part of the business, assets, properties, rights, liabilities and undertakings of any such entities or other persons; and to enter into arrangements, collaborations, partnerships or agreements and do all such acts, deeds and things as may be necessary, incidental or conducive to the attainment of the objects of the Company, subject to applicable laws and regulations.*
43. *To sell, assign, transfer, mortgage, exchange, grant lease, licenses, easements and other rights in respect of, improve, manage, develop, dispose of or otherwise deal with the whole or any part of the properties, assets, investments, receivables, undertakings, rights and effects of the Company, including assets acquired pursuant to enforcement of security interests, upon such terms and conditions as may be deemed fit, and in particular for cash, shares, debentures or securities of any other company having objects altogether or in part similar to those of the Company, subject to applicable laws and regulations.*
44. *To apply for, secure, acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise, and to exercise, carry out and enjoy any charter, licence, power, authority, franchise, concession, right or privilege which any Government, statutory authority, local*

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authority,corporation,publicbodyorotherpersonmaybeempoweredto grant;andto apply for, participate in, submit bids for, purchase or otherwise acquire government or non-government tenders, contracts, sub-contracts, licences, concessions or other rights in relationtotheobjectsorbusinessoftheCompany,andto undertake,execute,perform,carry out, dispose of or otherwise turn to account the same, subject to applicable laws and regulations.

45. *To apply for, promote and obtain any statute, regulation or other authorization or enactmentwhichmayseemcalculateddirectlyorindirectlytobenefittheCompany,andto oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.*
46. *To establish,maintain,supportorcontribute toany provident fund, gratuity fund, pension fund, superannuation fund, welfare fund, trust, foundation, institution, association, club, scheme or other arrangement for the benefit and welfare of the present or former directors, employees, officers and other personnel of the Company and their spouses, families, dependants or legal representatives; to grant or provide pensions, gratuities, allowances, insurance benefits, medical assistance, retirement benefits, incentives, compensation or other emoluments; to subscribe to, contribute to or support any institution, association, fundorschemeestablishedfortheirbenefitorwelfare;andtomakedonations,contributions or provide financial assistance for charitable, benevolent, educational, social welfare, communitydevelopment,corporatesocialresponsibilityorotherlawfulpurposes,subjectto the applicable provisions of the Companies Act, 2013 and other applicable laws.*
47. *To undertake and perform all obligations, including payment of rent, charges, dues and compliance with covenants, conditions and agreements contained in any lease, licence or otherarrangementgrantedto,assignedtoorotherwiseacquiredbytheCompanyinrelation to any property or premises.*
48. *To remunerate, compensate or otherwise make payments, whether in cash or in kind or by way of issue or allotment of shares, debentures or other securities of the Company, to any person,firm,company,bodycorporateorotherentityforservicesrenderedor toberendered in connection with the business of the Company, including for introducing or procuring anybusiness,assets,property,customers,projectsorcommercialopportunities,arranging or facilitating any transaction, financing or business relationship, or for providing professional, technical, managerial, advisory, consultancy or other services; and to pay commission, brokerage, fees, incentives or other lawful consideration for such services, including for procuring, underwriting, placing or guaranteeing the subscription of any shares, debentures or other securities of the Company, subject to the applicable provisions of the Companies Act, 2013 and other applicable laws, rules and regulations.*
49. *To accept shares, stocks, debentures, bonds or other securities of any company, body corporate or entity in full or part satisfaction of any consideration, fees, dues, receivables, claims or obligations payable to the Company, including amounts arising from services rendered, sale of assets or other lawful transactions, subject to applicable laws and regulations.*

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50. *To adopt such means of making known, promoting, and branding the business, products, portfolios, spaces, and financial services of the Company as may from time to time seem expedient, necessary, or desirable, and in particular by advertising in or through the press, radio, television, social media platforms, websites, mobile applications, interactive digital networks, electronic channels, or other multimedia platforms, or by distribution of circulars, newsletters, and promotional materials; by the publication, printing, and distribution of books, periodicals, and informational brochures; by the purchase, curation, acquisition, and exhibition of works of art, artifacts, and designs; by organizing, sponsoring, hosting, or participating in community events, lifestyle activations, sports, exhibitions, fairs, and public campaigns; and by granting, institutionalizing, or distributing prizes, rewards, and donations in connection with or furtherance of business promotion, corporate branding, or corporate social responsibility (CSR) activities."*
51. *To enter into arrangements or agreements with borrowers, lenders, investors, leaseholders, customers, financial institutions or other persons for the establishment, maintenance, administration, management, accumulation and operation of sinking funds, redemption funds, reserve funds, escrow accounts, benefit funds, endowment funds or any other special funds, reserves, schemes or financial arrangements in connection with the business of the Company, and to receive, hold, invest, administer and disburse monies relating thereto upon such terms and conditions as may be agreed, subject to the applicable provisions of the Companies Act, 2013 and other applicable laws, rules and regulations.*
52. *To subscribe to, obtain membership of, participate in, support, affiliate with or otherwise associate with chambers of commerce, industry associations, professional bodies, institutions, societies, organisations, councils, forums and other bodies in India or abroad, and to obtain, purchase, access, collect, publish or otherwise acquire information, research materials, market studies, reports, databases, books, journals, publications and other knowledge resources for the purposes of the business of the Company.*
53. *To undertake, administer or implement any trust, scheme, arrangement or obligation connected with or incidental to the business of the Company, and to make or facilitate the distribution of monies, benefits, assets or property to beneficiaries or other persons entitled thereto in accordance with the terms thereof and subject to applicable laws, regulations and approvals.*
54. *To refer to agree to or agree to refer any claims, demands, disputes or any other questions, by or against the Company, or in which the Company is interested or concerned, whether between the Company and a member or members or his or their representatives or between the Company and third party, to arbitration in or at any place in or outside India and to observe and perform and to do all acts, deeds and things to carry out or enforce the award.*
55. *To accept, acquire, receive, make or grant gifts, bequests, donations, grants, contributions, rights, benefits, properties or other assets, in cash or in kind, with or without conditions, from or to any individual, company, body corporate, trust, institution, firm, association or other entity, including directors or shareholders where permitted by law, and to deal with the same in such manner as may be considered appropriate, subject to applicable laws and regulations.*

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56. To enter into arrangements, agreements, collaborations or partnerships with companies, institutions, organisations or persons in India or abroad and to acquire, obtain, use or exploit by grant, purchase, lease, licence, assignment, exchange or otherwise any technology, software, intellectual property, business processes, technical information, know-how, trademarks, copyrights, patents, systems, rights, benefits or privileges, and to obtain financial, technical, managerial or professional collaboration, assistance, training and expert advice for the business of the Company.
57. To take, hold, accept, or receive mortgages, charges, hypothecations, pledges, and liens on any movable or immovable property to secure the repayment of any loans, advances, credit facilities, or monies due to the Company from borrowers, purchasers, or third parties; and concurrently, to mortgage, pledge, hypothecate, or charge all or any part of the property, assets, book debts, receivables, and rights of the Company, both present and future, including its uncalled capital, for the purpose of securing any borrowing, debt instruments, or credit facilities availed by the Company, subject strictly to the provisions of the Companies Act, 2013, guidelines prescribed by the Reserve Bank of India (RBI), provisions made by the National Housing Bank (NHB), or any other applicable law(s) for the time being in force.
58. To acquire, undertake, takeover, or take part in the management, supervision, conduct, and control of the whole or any part of the business, property, assets, and liabilities of any person, firm, or company carrying on any business which this Company is authorised to carry on, and for such purposes to appoint and remunerate directors, experts, auditors, or personnel necessary to further the Company's objects.
59. To do all such acts, deeds, matters and things as may be necessary, incidental, ancillary or conducive to the attainment of the objects of the Company or the exercise of its powers, either independently or in association with any company, body corporate, firm, institution, organisation or person, subject to applicable laws and regulations.
60. To undertake on contract or otherwise, in India or abroad, software designing, developing, at the site of end user, software product development, product lifecycle management, knowledge base programme management, product data management, enterprise resources planning (ERP), customer relationship management, CRM, SCM, CAD/CAM, interactive software, multimedia software, marketing of software programme, data processing consultancy in computer aid and operations and provide training in computer applications and render services as consultants for introducing, controlling, operating, developing and maintaining various systems in field of preparation and application of programme, debugging, data collection, data compilation data, data analysis, introduction and development of systems and methods based on electronic data processing techniques and/or manual systems, implementation and customisation of enterprise wide software product and solutions, either on its own or in collaboration with any other person, agency, organisation and or establishment.
61. To own, establish, manage, process, store information and data, and provide internet services, portal services, satellite/transponders services, mobile communications services, web home pages services, computer support services, interactive communication devices services,

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web-enabled marketing, electronic commerce, extended messaging services, commerce on thenet,applicationdevelopmentservices,providefax,voice,video,dataandcommunication services over internet, electronic transaction services, documentation services, managing services on internet, advertisement services, accounting services, web publishing services, web newspaper and information services, specification and ordering information services and to establish, manage and operate Call Centres.

62. *To manage, market and develop computer network services to facilitate Electronic Data Interchange,supplyandprovidecomputerprogrammingcapacitytowriteprogrammesfor all makes, grades and types of computers; to advise on all matters concerning computers, computer programming, computer systems, computer equipment and computer applications.*
63. *To design, develop, buy, sell software products and transcription-related products for medical, legal, insurance or business purposes and to own, establish, manage and process data banks, data warehouses, on internet or otherwise and provide classified information, solutions, inputs for business research and development.*
64. *To design, develop, manufacture, assemble, process, repair, service, modify, buy, sell, import, lease, provide know-how in, deal in electronic, mechanical and optical gadgets, widgets, instruments, machines, equipment, appliances, computer memory, logic devices, modems,RFIDcards,magneticandbarcodes,microchips,readers,encoders,decoders, bio-matrix systems, computer software, microprocessor-based instruments, equipment, devices, controllers, information and data processing equipment, communication and controllingequipment,testinginstruments,telephoneexchanges,wirelesscommunication equipment, access control and security devices and systems, robotic equipment, process control equipment including counters, timers, sensors, speech synthesizers, voice digitization, recording and reproduction equipment, entertainment gadgets, toys, instruments including all types of musical instruments, robots, video games, consumer products, PCBAs, PCBs, ICs, hybrid circuits, miniature circuits, transistors and other accessories, and raw materials required for the electronic and electrical industry.*
65. *To conceptualize, design, develop, build, host, maintain, operate, license, implement, and commercialize a fully-integrated technology stack, application programming interfaces (APIs), software-as-a-service (SaaS) frameworks, cloud-enabled infrastructure, and proprietary electronic platforms; to deploy automated credit underwriting models, digital onboarding systems, electronic KYC (e-KYC) registries, smart-contract architectures, and e-sign frameworks; to integrate, embed, or expose the Company's financial products, loan origination systems (LOS), loan management systems (LMS), payment gateways, and collectionmechanismsintothird-partyapplications,merchantcheckoutecosystems,andecommerce networks; and to enter into technology-sharing, data-analytics, software-licensing, or infrastructure-as-a-service (IaaS) arrangements with banks, co-lending partners, fin-tech aggregators, or other financial institutions, subject to applicable data protectionlawsandcybersecurityregulationsprescribedbytheReserveBankofIndia(RBI) or other competent authorities from time to time."*

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66. *To carry on, undertake or engage in the business of distribution of all kinds of financial products and its variants, personal and consumer finance products, mutual fund products and other investment products and all types of card products, including but not limited to credit cards, debit cards, charge cards, toll cards, stored value cards and smart cards.*
67. *To purchase for investment or resale, land and house property of any tenure and any interest therein and to create, sell and deal in freehold and leasehold ground, rents and to make advances upon the security of land or house or to deal in sale, lease, exchange or otherwise with land and house property and any other property, whether real or personal.*
68. *To promote, incorporate, establish, acquire, subscribe to, invest in or otherwise participate in subsidiaries, joint ventures, associate companies or other entities, and to provide managerial, administrative, technical, operational or other support and services to such entities, for the advancement and furtherance of the objects of the Company, subject to applicable laws, regulations and approvals.*
69. *To provide information and guidance on government policies and regulations and to assist in obtaining various consents or approvals from Government or other authorities or agencies which may be required for establishing and undertaking or in its diversification or expansion.*
70. *Notwithstanding anything contained herein, the Company shall carry on its business and exercise its powers subject to the provisions of the Companies Act, 2013, the National Housing Bank Act, 1987, Reserve Bank of India (Housing Finance Companies) Directions, 2025, the Insurance Regulatory and Development Authority of India Act, 1999, and all other applicable laws, regulations, guidelines and directions issued by the competent authorities from time to time.*

RESOLVED FURTHER THAT any Director or Key Managerial Personnel be and is hereby severally authorized to make such additions, deletions or modification(s) to the draft MOA and annexures, as may be necessary and to finalise the MOA on behalf of the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any doubts or difficulties, any Director or Key Managerial Personnel of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable, and file necessary forms with the Ministry of Corporate Affairs and to provide requisite disclosures to stock exchanges and regulatory authorities and to pay any fees or incur expenses in relation thereto and to give, from time to time, such directions as may be necessary, expedient, usual or proper and to settle any question or doubt that may arise in relation thereto or as the Board in its absolute discretion may think fit.”

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ITEM NO. 9:

TO CONSIDER, APPROVE THE APPOINTMENT OF MR. YOGESH YASHPAULCHADHA (DIN: 01681680) AND MR. DEVESH SRIVASTAVA (DIN: 08646006) AS AN ADDITIONAL DIRECTORS (INDEPENDENT AND NON-EXECUTIVE) OF THE COMPANY WITH EFFECT FROM 15TH JULY, 2026 AND AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF FIVE (5) CONSECUTIVE YEARS WITH EFFECT FROM 15TH JULY, 2026 TO 14TH JULY, 2031 (BOTH DAYS INCLUSIVE), SUBJECT TO APPROVAL OF SHAREHOLDERS OF THE COMPANY:

Background-

The Board of Directors is informed that the Company is evaluating and proposing expansion of its business into the housing finance and allied financial services segment. In this regard, the Board is considering, under Item No. 8 of the present Agenda, the proposed alteration of the Object Clause of the Memorandum of Association to enable the Company to undertake such business, subject to the approval of the Members and other applicable regulatory approvals.

In view of the proposed business expansion and the increasing regulatory, governance and strategic requirements applicable to a listed Non-Banking Financial Company, it is considered desirable to further strengthen the composition of the Board by inducting experienced professionals possessing expertise in banking, financial services, housing finance, corporate governance, risk management and regulatory compliance, who can provide independent guidance in achieving the Company's long-term business objectives.

Accordingly, it is proposed to appoint Mr. Yogesh Yashpaul Chadha (DIN: 01681680) and Mr. Devesh Srivastava (DIN: 08646006) as an Additional Directors (Independent and Non-Executive) of the Company with effect from 15th July, 2026 and as an Independent Director for a term of 5 (Five) consecutive years commencing from 15th July, 2026 to 14th July, 2031 (both days inclusive), subject to approval of the shareholders.

Disclosures received from Directors-

The Board is further informed that the Company has received following disclosures from both Mr. Yogesh Yashpaul Chadha and Mr. Devesh Srivastava:

- a) Consent to act as a Director in Form DIR-2;
- b) Intimation in Form DIR-8 confirming that he is not disqualified under Section 164 of the Companies Act, 2013;
- c) Declaration of Independence pursuant to Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- d) Confirmation that his name is included in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs;

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- e) Confirmations pursuant to BSE Circular No. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd No. NSE/ CML/2018/24 both dated 20thJune, 2018 ('Stock ExchangeCirculars')thatheisnotdebarredfromholdingtheofficeofDirectorbyvirtue of any order passed by SEBI or any other such authority.

PursuanttotheStockExchangeCirculars,theCompanyhasverifiedthatMr.YogeshYashpaul Chadha and Mr. Devesh Srivastava both are not debarred from holding the office of Director pursuanttoanySEBIorder.Further,Mr.YogeshYashpaulChadhaandMr.DeveshSrivastava are not related to any other Director/KMP of the Company. The Board is requested to take note of the same.

Profile of Mr. Yogesh Yashpaul Chadha and Mr. Devesh Srivastava shall be presented at the Meeting.

RecommendationfromNomination andRemuneration Committee-

The Board is further informed that the Nomination and Remuneration Committee ("NRC"), at its Meeting to be held earlier during the day i.e. on 15thJuly, 2026, would have considered andreviewedtheaforesaidappointmentandprovideitsrecommendations,ifany.TheBoard will be briefed of the deliberations made at the NRC meeting.

NRCwouldevaluatewhetherMr.YogeshYashpaulChadhaandMr.DeveshSrivastavafulfils the conditions specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Directors andis independent of the management.

ApprovalofMembersatensuingGeneralMeeting-

The Board is requested to note that as per Regulation 17 (1C) of the SEBI (Listing Obligationsand Disclosure requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholdersforappointmentofapersonontheBoardofDirectorsorasamanageristaken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, the approval of the Members of the Company for appointment of Mr. Yogesh YashpaulChadhaandMr.DeveshSrivastavaasanIndependentDirectorwouldbesoughtby way of Postal Ballot i.e. within stipulated timeline of three months from the date of his appointment.

NoticefromShareholderproposingCandidature-

TheCompanyhasalsoreceivednoticeinwritingfromaMemberundersection160oftheAct, proposing the candidature of Mr. Yogesh Yashpaul Chadha and Mr. Devesh Srivastava, for the office of Independent Director of the Company with effect from 15thJuly, 2026.

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Proposal and Approval Sought-

Accordingly, pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, the Board is requested to appoint Mr. Yogesh Yashpaul Chadha and Mr. Devesh Srivastava as an Additional Director (Independent and Non-Executive) with effect from 15th July, 2026 for a first term of five (5) consecutive years commencing from 15th July, 2026 to 14th July, 2031 (both days inclusive), after taking into consideration their qualifications, skillsets, experience, independence, knowledge, ability to devote sufficient time and attention to his professional obligations as an Independent Director and subject to approval of the Members of the Company.

The Board is requested to consider and, if thought fit, pass the following resolutions with or without modification:

A. Appointment of Mr. Yogesh Yashpaul Chadha (DIN: 01681680) as an Additional Director (Independent and Non-Executive): -

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any modification or re-enactment thereof, and the Articles of Association of the Company and subject to approval of Members or such other approvals as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and in line with code of conduct specified by the company for directors and senior management, Mr. Yogesh Yashpaul Chadha (DIN: 01681680), who has consented to act as an Independent Director of the Company, furnished declarations confirming that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 and that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, be and is hereby appointed as an Additional Director (Independent and Non-Executive) of the Company for a term of 5 (Five) consecutive years commencing from 15th July, 2026 to 14th July, 2031 (both days inclusive) on the terms and conditions as placed before the Meeting.

RESOLVED FURTHER THAT the consent and other documents/disclosures/declarations received from Mr. Yogesh Yashpaul Chadha, inter-alia pursuant to the Act, as placed at the meeting, be and are hereby noted and taken on record.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to issue the letter of appointment, make necessary filings with the Registrar of Companies, intimate the Stock Exchange(s), execute

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all necessary documents and do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this resolution."

B. Appointment of Mr. Devesh Srivastava (DIN:08646006) as an Additional Director (Independent and Non-Executive):

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any modification or re-enactment thereof, and the Articles of Association of the Company and subject to approval of Members or such other approvals as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and in line with code of conduct specified by the company for directors and senior management, Mr. Devesh Srivastava (DIN: 08646006), who has consented to act as an Independent Director of the Company, furnished declarations confirming that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 and that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, be and is hereby appointed as an Additional Director (Independent and Non-Executive) of the Company for a term of 5 (Five) consecutive years commencing from 15th July, 2026 to 14th July, 2031 (both days inclusive) on the terms and conditions as placed before the Meeting.

RESOLVED FURTHER THAT the consent and other documents/disclosures/declarations received from Mr. Devesh Srivastava, inter-alia pursuant to the Act, as placed at the meeting, be and are hereby noted and taken on record.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to issue the letter of appointment, make necessary filings with the Registrar of Companies, intimate the Stock Exchange(s), execute all necessary documents and do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this resolution."

ITEM NO. 10:

TO CONSIDER AND APPROVE THE DRAFT NOTICE OF POSTAL BALLOT ALONG WITH THE EXPLANATORY STATEMENT AND TO AUTHORISE CONDUCT OF POSTAL BALLOT PROCESS FOR OBTAINING THE APPROVAL OF THE MEMBERS OF THE COMPANY:

The Board of Directors is apprised that, under Item No. 6, Item No. 7 and Item No. 8 of the present Agenda, the Board has considered the proposed alteration of the Object Clause of the Memorandum of Association of the Company and the appointment of Mr. Yogesh Yashpaul Chadha (DIN: 01681680) and Mr. Devesh Shrivastava (DIN: 08646006) as Independent Directors of the Company, each of which is subject to the approval of the Members of the Company.

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The Board is further informed that, in accordance with the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings, Regulation 44 and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the approval of the Members may be obtained by way of Postal Ballot through remote e-voting, without convening a physical General Meeting.

Accordingly, the draft Postal Ballot Notice together with the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, incorporating the following Special Business, has been placed before the Board for its consideration:

- a) Alteration of the Object Clause of the Memorandum of Association of the Company;
- b) Appointment of Mr. Yogesh Yashpaul Chadha (DIN:01681680) as an Independent Director of the Company;
- c) Appointment of Mr. Deevesh Shrivastava (DIN:08646006) as an Independent Director of the Company.

The Board is also required to approve the calendar of events for the Postal Ballot process, including the cut-off date for determining the Members entitled to vote, the remote e-voting period, the appointment of the Scrutinizer and such other matters as may be necessary for conducting the Postal Ballot process in accordance with applicable laws.

The draft Postal Ballot Notice, together with the Explanatory Statement, has been circulated to the Directors and displayed before the Meeting for their consideration and approval.

The Board is requested to consider and, if thought fit, pass the following resolution with or without modification:

"RESOLVED THAT pursuant to the provisions of Sections 102, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings, Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and other applicable laws, the consent of the Board of Directors be and is hereby accorded to seek the approval of the Members of the Company by way of Postal Ballot including voting by electronic means for the business outlined in the notice of postal ballot, as per the draft placed before the meeting.

RESOLVED FURTHER THAT the draft Postal Ballot Notice together with the Explanatory Statement annexed thereto, as placed before the Meeting, be and is hereby approved, with liberty to any Director of the Company, and/or the Company Secretary, acting severally, to make such modifications, alterations, additions or amendments thereto as may be necessary or expedient, to finalise and issue the same to the Members of the Company whose names appear in the Register of Members and/or the List of Beneficial Owners as on the Cut-off Date,

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and to do all such acts, deeds, matters and things as may be necessary or incidental in connection with the Postal Ballot process.

RESOLVED FURTHER THAT Mr. Ankit Dhanotia (Membership No. A68860; Certificate of Practice No. 25667), Partner, M/s. ADJ & Associates, Company Secretaries, having its office at 305, Fortune Business Centre, Next to Hotel Winway, 165, R.N.T. Marg, Madhumilan, Indore - 452001, Madhya Pradesh, be and is hereby appointed as the Scrutinizer for conducting the Postal Ballot process through remote e-voting in a fair and transparent manner, in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and to scrutinize the remote e-voting process and submit his Scrutinizer's Report to the Chairman of the Company or any other Director/Officer authorised by the Chairman, who shall thereafter declare the result of the Postal Ballot in accordance with the applicable provisions of law.

RESOLVED FURTHER THAT Central Depository Services (India) Limited ("CDSL") be and is hereby appointed as the agency to facilitate remote e-voting to enable the shareholders to cast their vote electronically in relation to proposed resolution(s) under the Postal Ballot.

RESOLVED FURTHER THAT any Director of the Company, and Company Secretary be and are hereby severally authorized to take all necessary actions relating to the postal ballot, including applying and seeking necessary approvals, if required, from many authorities/agencies; to modify/amend the calendar of events, if deemed fit, in line with the provisions of the Act and the SEBI Listing Regulations; engagement of agencies (scrutinizer, depositories etc.) in relation to the Postal Ballot process, signing and filing of all forms, disclosures, papers and documents with the Registrar of Companies, Stock Exchange and other authorities/agencies in this regard; incur necessary expenses as may be required and settle all questions or difficulties that may arise in this regard; and do all other necessary acts, deeds and things to give effect to the aforesaid resolution."

ITEM NO. 11:

TO REVIEW AND TAKE NOTE OF RELATED PARTY TRANSACTIONS ENTERED INTO DURING THE QUARTER ENDED 30TH JUNE 2026

A statement showing RPTs during the quarter ended on 30th June 2026, in accordance with Indian Accounting Standard (Ind AS 24) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and reviewed by the Audit Committee shall be placed at the Meeting.

The Board will be briefed on the deliberations made at the Audit Committee meeting to be held prior to this meeting.

A confirmation from the Authorised Person of the Company that all related party transactions entered by the Company during the quarter ended 30th June 2026 were in the ordinary course of business and at arms' length and as per the Company's policy on Related Party

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Transactions. Further, all the transactions were within the approved framework and limits approved by the Audit Committee, Board of Directors and Shareholders, as the case may be.

The Board is requested to pass following resolution:

“RESOLVED THAT pursuant to Section 177 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a statement of related party transactions entered into by the Company during the quarter ended 30th June 2026 as placed before the Board be and is hereby noted.”

ITEM NO. 12:

TO CONSIDER AND APPROVE THE UNAUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE FIRST QUARTER ENDED 30TH JUNE, 2026 AND TO TAKE NOTE OF THE LIMITED REVIEW REPORT OF THE STATUTORY AUDITORS THEREON:

The Board of Directors is informed that, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, the Company is required to approve the Unaudited Financial Results together with the Limited Review Report issued thereon by the Statutory Auditors for the quarter ended 30th June, 2026 and to furnish the same to the Stock Exchanges.

A Certificate from Mr. Gokul Das Maheshwari, Whole-time Director and Mr. Ram Naresh Singh, Chief Financial Officer in accordance with proviso to sub-clause (2)(a) of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 would also be presented at the Meeting.

A presentation on performance and business operations along with Unaudited Financials for the quarter ended 30th June, 2026 will be presented to the Board at the Meeting.

The Audit Committee, at its meeting to be held earlier during the day i.e. on 15th July, 2026, would have considered and reviewed the Unaudited Financial Results for the quarter ended 30th June, 2026 together with the Limited Review Report of the Statutory Auditors and recommended the same for consideration and approval of the Board.

The Board will be briefed on the deliberations of the Audit Committee and of its review of the matters forming part of the Certificate by the Chief Executive Officer and Chief Financial Officer.

The Unaudited Financial Results along with the Limited Review Report have been circulated to the Directors and shall be placed before the Meeting for deliberation.

Upon approval by the Board, the Company shall submit the said financial results to the Stock Exchange(s) within the prescribed timelines, publish the extract thereof in the manner prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and carry out all consequential statutory compliances.

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The Board is therefore requested to consider and, if thought fit, pass the following resolution:

"**RESOLVED THAT** pursuant to Regulation 33 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, the Board considered and approved the Unaudited Financial Results of the Company for the quarter ended 30th June, 2026, as reviewed by the Audit Committee and as placed before the Board and its publication in the specified abridged format containing a Quick Response code and the details of the webpage where complete financial results of the Company along-with the modified opinion(s) or reservation(s), if any, expressed by the auditor, is accessible to the investors.

RESOLVED FURTHER THAT the Limited Review Report on the Un-Audited Financial Results for the quarter ended on 30th June 2026 received from M/s. V.P. Aditya & Company, Chartered Accountants, Statutory Auditor of the Company as placed before the Board, be and is hereby noted.

RESOLVED FURTHER THAT the certificate duly signed by Mr. Gokul Das Maheshwari, Whole-time Director and Mr. Ram Naresh Singh, Chief Financial Officer of the Company stating the correctness of Un-audited Financial Results for the quarter ended on 30th June 2026 and effectiveness of internal controls system, be and is hereby noted.

RESOLVED FURTHER THAT the Chairman is authorize to sign the Unaudited Standalone Financial Results for the first quarter ended 30th June, 2026 as required under Regulation 33(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and any Director of the Company and/or the Chief Financial Officer and/or the Company Secretary be and are hereby severally authorised to submit the same to the Stock Exchange(s), publish the same in the prescribed manner and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

ITEM NO. 13:

DEMAT OF SHARES The company has processed demat request for 2500 shares in the quarter April-June 2026. The Board is requested to kindly approve the same.

ITEM No. 14:

The company has processed transmission of 200 shares in the quarter April-June 2026. The Board is requested to approve the same.

ITEM NO. 15

TO APPROVE ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN:

The Board may consider and transact any other business with the permission of the Chairman and with the consent of the majority of Directors present at the meeting.